

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION**

In re:

MOUNTAIN EXPRESS OIL COMPANY, et al.,

Debtors.¹

Chapter 11

Case No. 23-90147 (DRJ)

(Jointly Administered)

ORDER AUTHORIZING CLOSING OF CAMERON TRANSACTION

(Related Docket No. __)

Upon the Motion (the “Motion”)² of the above-captioned debtors and debtors in possession (collectively, the “Debtors”), CAM-PL Cedar Rapids LLC, CAM-PL Cokeville LLC, CAM-PL Kansas City LLC (collectively, “Cameron”), and Pilot Travel Centers LLC (“Pilot” and together with Cameron and the Debtors, the “Parties”) for entry of an order (this “Order”), authorizing the Debtors to perform all actions necessary to consummate the Cameron Transaction; and this Court having jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and this Court having found that this is a core proceedings pursuant to 28 U.S.C. § 157(b)(2); and this Court having found that it may enter a final order consistent with Article III of the United States Constitution; and this Court having found that venue of this proceeding and the Motion in this district is proper pursuant to 28 U.S.C. § 1408 and 1409; and this Court having found that the relief requested in the Motion is in the best interests of the Debtors’ estates, their creditors, and other parties in interest; and this Court having found that the Debtors’ notice of the Motion and opportunity for a hearing on the Motion

¹ A complete list of each of the Debtors in these Chapter 11 Cases may be obtained on the website of the Debtors’ proposed claims and noticing agent at www.kcellc.net/mountainexpressoil. The location of Debtor Mountain Express Oil Company’s principal place of business and the Debtors’ service address in these Chapter 11 Cases is 3650 Mansell Road, Suite 250, Alpharetta, GA 30022.

² Capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed to them in the Motion.

were appropriate under the circumstances and no other notice need be provided; and this Court having reviewed the Motion; and this Court having determined that the legal and factual bases set forth in the Motion establish just cause for the relief granted herein; and upon all of the proceedings had before this Court; and after due deliberation and sufficient cause appearing therefore,

IT IS HEREBY ORDERED THAT:

1. The Motion is **GRANTED**, as set forth herein.
2. The Debtors are authorized to perform all actions necessary to consummate the Cameron Transaction, including, without limitation, to:
 - a. Pay all outstanding principal and interest on the MEX Note;
 - b. Release liens held by the Debtor MEX RE Holdings LLC on the Properties;
 - c. Purchase inventory located on the Properties;
 - d. Assume operations of travel centers located on the Properties; and
 - e. Enter into ELTAs between Pilot and the Debtors for each of the Properties.
3. The contents of the Motion satisfy the requirements of Bankruptcy Rule 6003(b).
4. Notice of the Motion as provided therein shall be deemed good and sufficient notice of such Motion, and the requirements of Bankruptcy Rule 6004(a) and the Bankruptcy Local Rules are satisfied by such notice.
5. Notwithstanding Bankruptcy Rule 6004(h), the terms and conditions of this Order are immediately effective and enforceable upon its entry.
6. The Debtors are authorized to take all actions necessary and appropriate to effectuate the relief granted in this Order in accordance with the Motion.

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7. This Court retains exclusive jurisdiction and power with respect to all matters arising from or related to the implementation, interpretation, and enforcement of this Order.

Dated: _____, 2023

DAVID R. JONES
UNITED STATES BANKRUPTCY JUDGE